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No. 84-1699

IN THE
Supreme Court of the United States
OCTOBER TERM, 1984

PUBLIC SERVICE COMPANY OF INDIANA, INC.,
Petitioner,
v.
INTERSTATE COMMERCE COMMISSION and
UNITED STATES OF AMERICA, *et al.*,
Respondents.

On Petition for a Writ of Certiorari to the United States Court of Appeals for the District of Columbia Circuit

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BRIEF IN OPPOSITION OF RESPONDENT ASSOCIATION OF AMERICAN RAILROADS

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June 21, 1985

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QUESTION PRESENTED

1. Whether the court of appeals correctly ruled that, under section 214 of the Staggers Rail Act of 1980, the Interstate Commerce Commission properly overturned a state regulatory commission's intrastate rate prescription for failure to apply the statutory revenue adequacy standard and balance revenue adequacy against efficiency?

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BRIEF IN OPPOSITION OF RESPONDENT ASSOCIATION OF AMERICAN RAILROADS

Respondent Association of American Railroads ("AAR"), intervenor-respondent below,[1] respectfully requests that this Court deny the petition for a writ of certiorari seeking review of the judgment of the United States Court of Appeals for the District of Columbia Circuit in this case. The decision below is reported at 749 F.2d 753.[2]

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[1] A list of the member railroads of the AAR is printed in the Appendix to this Brief at 1a-7a.

[2] References to the decision below are cited hereinafter as *Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at ——, Pet. App. at ——. References to the Petition itself will be in the form: Pet. at ——.

COUNTER-STATEMENT

In the decision below, a three-judge panel of the United States Court of Appeals for the District of Columbia Circuit unanimously upheld an Interstate Commerce Commission ("ICC") decision that set aside a state commission's prescription of an intrastate rail rate. The court affirmed the ICC's conclusion that the state had failed to comply with governing federal standards, as required by section 214 of the Staggers Rail Act of 1980 ("Staggers Act").[3]

Section 214 of the Staggers Act authorizes a state to exercise jurisdiction over intrastate rail transportation only if the "State authority exercises such jurisdiction exclusively in accordance with the provisions of [the Interstate Commerce Act.]" 49 U.S.C. § 11501(b)(1). In order to assure state compliance with federal standards, the statute establishes two mechanisms for ICC monitoring of state rail regulation. First, individual states that wish to continue to regulate intrastate rail traffic are required to have their standards and procedures certified by the ICC for compliance with federal standards and procedures. 49 U.S.C. § 11501(b)(3)(A). Second, the ICC has authority to review state rate decisions in individual cases in order to determine if the standards and procedures applied by the state were in accordance with the provisions of the Interstate Commerce Act. 49 U.S.C. § 11501(c). If the ICC determines that the state has not applied federal standards, the ICC is required by statute to overturn the state rate decision and to authorize the railroad to establish the "appropriate rate." *Id.*

This case began in March 1981, when the Public Service Company of Indiana ("PSI") and Peabody Coal Company ("Peabody") filed a complaint with the Public

[3] Pub. L. No. 96-448, 94 Stat. 1895, 1913-15 (1980), codified at 49 U.S.C. § 11501.

Service Commission of Indiana ("Indiana Commission") challenging the lawfulness of a rate charged by the Louisville and Nashville Railroad Company ("L&N") for the intrastate movement of coal from Peabody's coal mine to PSI's electric generating station. On the basis of cost of service data presented by complainants and allegations of railroad inefficiency, the Indiana Commission found that PSI and Peabody had met their burden of proving that the challenged rate was unreasonably high. Although recognizing that L&N, as a revenue-inadequate railroad, was authorized by statute to set its rates at levels well in excess of its costs, the Indiana Commission set the rate at the jurisdictional threshold level, the lowest rate that it had jurisdiction to prescribe,[4] because it concluded that findings of inefficiency overrode any obligation to consider the railroad's revenue need.

On petition by the L&N, the ICC reversed the Indiana Commission's rate prescription, finding that the state agency had not applied standards and procedures "in accordance with the provisions of the [Interstate Commerce Act]." 49 U.S.C. § 11501(c). Specifically, the ICC found that the Indiana Commission did not comply with federal statutory standards requiring that a balance be struck between "the strong revenue adequacy policy [of the Staggers Act] and the need for efficiency."[5] Rather, the Indiana Commission "improperly subordinate[d] revenue adequacy to efficiency." *ICC Decision*, 367 I.C.C. at 642, Pet. App. at 46a. Moreover, the ICC

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[4] The term "jurisdictional threshold" derives from those provisions of the Staggers Act that eliminate ICC (and state) jurisdiction to determine the reasonableness of rates that fall below a certain level, which is expressed in terms of a ratio of revenue to variable costs. *See* 49 U.S.C. §§ 10709(c) & 10709(d)(2).

[5] *Petition of Louisville & Nashville Railroad for Review of a Decision of the Public Service Commission of Indiana Pursuant to 49 U.S.C. 11501*, 367 I.C.C. 639, 642, Pet. App. at 46a [hereinafter cited as *ICC Decision*, 367 I.C.C. at ——, Pet. App. at ——.]

found that the Indiana Commission did not comply with federal standards in making its inefficiency finding and that the evidence did not support a finding of inefficiency. *Id.* at 651-656, Pet. App. at 59a-67a. The ICC set aside the rate prescribed by the Indiana Commission and authorized L&N to reinstate the challenged rate as the "appropriate rate" within the meaning of 49 U.S.C. § 11501(c). *Id.* at 20-21, Pet. App. at 67a-68a.

PSI and the Peabody Coal Company appealed the ICC's decision to the Court of Appeals for the District of Columbia Circuit. Respondents Seaboard System Railroad, successor in interest to L&N, and the Association of American Railroads intervened in support of the ICC before the court of appeals.

The District of Columbia Circuit unanimously upheld the decision of the ICC, finding that "each of the ICC's reasons for reversing the Indiana Commission is entirely sound." *Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 764, Pet. App. at 20a. Recognizing the importance of revenue adequacy, *id.* at 762, Pet. App. at 14a-15a, the court, like the ICC, concluded that the Indiana Commission "misinterpreted the Staggers Act" by failing "to balance efficiency against revenue adequacy —thereby, in effect, entirely eliminating consideration of the proper contribution to the attainment of revenue adequacy because of alleged inefficiency." *Id.* at 765, Pet. App. at 22a. In addition, the court found that the Indiana Commission's "factual handling of the efficiency question suggests manipulation," *id.* at 767, Pet. App. at 26a, and concluded that "on this record there was insufficient credible evidence for the agency to reasonably find the L&N to be 'inefficient.'" *Id.* at 769, Pet. App. at 30a.

In reaching its decision, the court below discounted PSI and Peabody's reliance on a Sixth Circuit decision, *Kentucky Utilities Co. v. ICC*, 721 F.2d 537 (6th Cir. 1983), finding "a clear distinction . . . between *Kentucky*

Utilities and this case." *Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 770, Pet. App. at 31a. Rather, the court relied on other circuit court decisions, including *Utah Power & Light Co. v. ICC*, 747 F.2d 721 (D.C. Cir. 1984) and *Wheeling-Pittsburgh Steel Corp. v. ICC*, 723 F.2d 346 (3d Cir. 1983), which recognized that the "[Interstate Commerce] Act itself establishes federal standards that must be observed" by the states in making intrastate rail rate determinations. *Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 769, Pet. App. at 30a-31a. Concluding that the Indiana Commission had failed to apply these federal statutory standards, the court of appeals affirmed the ICC's decision overturning the state rate determination.

REASONS FOR DENYING THE WRIT

The decision below raises no issues that warrant this Court's review. The impact of the court of appeals' decision is limited because it turns on the unique facts of this case. Moreover, the decision below does not conflict with any other circuit court decisions.

I. THE DECISION BELOW IS FACT SPECIFIC AND RAISES NO LEGAL ISSUES THAT WARRANT THIS COURT'S REVIEW

Although characterizing this case as one of first impression and national significance, petitioner never explains how the decision below could extend beyond the particulars of the instant case. The petitioner does not —and cannot—do so because the decision below is grounded in a unique set of facts that will not recur and involves legal issues that are narrowly focused by those facts.

The decisive factor in the Indiana Commission's decision was its finding that the L&N was inefficiently managed. It was this finding alone that purportedly justified the Indiana Commission's prescription of a rate at the

jurisdictional threshold level. The court of appeals, like the ICC, rejected the Indiana Commission's finding of inefficiency, concluding that "on this record there was insufficient credible evidence for the [state] agency to reasonably find the L&N to be 'inefficient.'" *Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 769, Pet. App. at 30a.

Not only is the court of appeals' decision informed by its assessment of the factual record—an assessment that goes essentially unchallenged by petitioner—but the particulars of that factual record are idiosyncratic and unlikely to recur in the context of either intrastate or interstate rate reasonableness cases. The finding of inefficiency made by the Indiana Commission was *not* based upon evidence related to the statutory efficiency factors,[6] but upon arbitrary comparisons of profitability. The court of appeals found fault with the Indiana Commission's reliance upon a comparison of the profitability of the L&N with that of one other railroad, the Southern, for a one year period. *Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 767-68, Pet. App. at 27a-28a. The court also found the Indiana Commission's comparison of the profitability of L&N with that of its diversified parent, CSX, to be "even more inapt" than the intra-railroad profitability comparison. *Id.* at 768; Pet. App. at 30a. The court of appeals' assessment of the evidentiary record on the efficiency question is sound. More important, because that assessment is confined to a unique factual record, there is no cause for this Court to review it.

The legal issues addressed in the decision below are sharply limited in scope and potential impact because the court of appeals, like the ICC, was necessarily responding to the particular use that the Indiana Commission

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[6] The efficiency factors contained in the so-called "Long-Cannon" amendment to the Staggers Act are codified at 49 U.S.C. § 10707a (e) (2) (C). *See* Pet. App. at 92a.

made of its findings of inefficient L&N management. The Indiana Commission concluded that the existence of *any* degree of inefficiency was sufficient to justify limiting the challenged rate to the lowest level that the state agency had authority to prescribe. The central legal determination of the court of appeals is that the Interstate Commerce Act, as amended by the Staggers Act, requires consideration of factors in addition to management efficiency, notably the statutory revenue adequacy mandate, in determining rate reasonableness and setting maximum reasonable rates. The court concluded that

> [b]y failing to balance efficiency against revenue adequacy—thereby, in effect, entirely eliminating consideration of the proper contribution to the attainment of revenue adequacy because of alleged inefficiency—the Indiana Commission misinterpreted the Staggers Act. That legal error pervades its entire opinion and alone justifies setting aside the rate determination of the Indiana Commission.

Public Service Company of Indiana, Inc. v. ICC, 749 F.2d at 765, Pet. App. at 22a.

Petitioner does not directly dispute that the statutory scheme requires a balancing of management efficiency and revenue adequacy factors as the court of appeals concluded.[7] Instead, petitioner contends that the court failed to recognize the need to balance attainment of revenue adequacy against protection of captive shippers. *See* Pet. at 13. Petitioner mischaracterizes the decision below. The court of appeals clearly recognized that the statutory efficiency factors are a vehicle for implementing the congressional policy of protecting captive shippers:

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[7] Indeed, petitioner argued below that state regulatory authorities and the ICC were required to balance revenue adequacy and efficiency factors in making rate reasonableness determinations. *See* Public Service Company of Indiana Brief (Feb. 8, 1983) at 32; Public Service Company of Indiana Reply Brief (Dec. 16, 1983) at 14-15; Public Service Company of Indiana Petition for Rehearing (Jan. 7, 1985) at 4-7.

> Revenue adequacy is not, of course, the only consideration in Staggers Act ratemaking. Indeed, concern that some captive shippers would be forced to shoulder an unfair burden in the provision of revenue to the railroads prompted Congress to include other efficiency related factors for mandatory consideration.

Public Service Company of Indiana, Inc. v. ICC, 749 F.2d at 762, Pet. App. at 15a. There can be no serious claim, therefore, that the court of appeals overlooked any of the statutory factors that must be balanced in reaching a rate reasonableness determination. The court's emphasis on the revenue adequacy factor stemmed from the Indiana Commission's failure to give that factor any weight at all.

Petitioner's other allegations of error fail even to raise cognizable legal issues, let alone any significant or recurrent issues that might warrant this Court's review. For example, petitioner argues that the court of appeals did not accord sufficient weight to cost of service as a rate reasonableness standard because the court only considered federal statutory standards. Pet. at 9-12. But the court of appeals' conclusion that the Indiana Commission had failed to comply with the statutory revenue adequacy standard made any consideration of cost of service irrelevant, because that failure alone required that the state rate prescription be set aside. Similarly, while petitioner argues that the court of appeals failed to interpret the relationship between an "appropriate rate" and a "reasonable rate," Pet. at 15-16, petitioner ignores the fact that the Commission was not called upon to prescribe a maximum reasonable rate in its decision. Under section 214 of the Staggers Act, the ICC is directed to authorize "the appropriate rate" upon its determination that a state has failed to comply with federal standards and procedures. 49 U.S.C. § 11501(c). The court below reviewed the ICC's reasons for authorizing the railroad

to maintain the challenged rate[8] and concluded that the ICC did establish the "appropriate rate" within the meaning of the statute. *Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 771, Pet. App. 33a-34a. Nothing in the statute or the case law required the court of appeals to determine the relationship between the "appropriate" rate and a maximum reasonable rate.[9]

Finally, petitioner argues that the court of appeals erred in applying an unduly deferential standard of review. Pet. at 17. However, the conclusion that the ICC's decision is entitled to deference is consistent with the weight of the authority thus far developed under section 214, *see, e.g., Utah Power & Light Co. v. ICC*, 747 F.2d 721, 735 (D.C. Cir. 1984), and in accord with the general principles regarding court review of agency decisions in the field of ratemaking, *see Atchison, Topeka & Santa Fe Railway v. Witchita Board of Trade*, 412 U.S. 800, 806 (1973); *Board of Trade v. United States*, 314 U.S. 534, 546-48 (1942).

II. THE DECISION BELOW DOES NOT CONFLICT WITH ANY OTHER CIRCUIT COURT DECISION

Petitioner's contention that the decision below conflicts with *Kentucky Utilities Co. v. ICC*, 721 F.2d 537

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[8] The challenged rate was comparable with other rates found by the Commission to be reasonable. *See ICC Decision*, 367 I.C.C. at 657, Pet. App. at 68a.

[9] Petitioner also argues that the decision below places an intolerable burden on the shipper by requiring the shipper to determine the amount of money that the inefficiencies cost the railroad. *See* Pet. at 14-15. However, petitioner establishes no legal basis for this burden argument. Indeed, petitioner does not challenge the court of appeals' holding that the Indiana Commission erred in placing the burden of rebutting complainants' inefficiency allegations on L&N. *See Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 766, Pet. App. at 22a-23a.

(6th Cir. 1983) is unfounded. The decision below is clearly distinguishable from the Sixth Circuit decision.[10]

Under section 214 of the Staggers Act, there are two types of federal standards that the state commissions must follow—statutory standards and ICC-promulgated standards. The decision below focused on the statutory standards. The court of appeals concluded that the Indiana Commission's rate prescription must be overturned for failure to strike a balance between the statutory factors of revenue adequacy and efficiency. *Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 764-65,

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[10] Petitioner also implies that the decision below conflicts with several other circuit court decisions. *See* Pet. at 10, 11, 13, 15. However, petitioner does not substantiate its implications and, in fact, no such conflicts exist. For example, nothing in the decision below conflicts with the statement in *Farmers Union Central Exchange, Inc. v. Federal Energy Regulatory Commission*, 734 F.2d 1486, 1502 (D.C. Cir. 1984), *cert. denied*, 105 S.Ct. 507 (1984) that "the most useful and reliable starting point for rate regulation is an inquiry into costs," Pet. at 10-11, because the decision below does not discuss the significance of costs in determining rate reasonableness. Similarly, the decision below does not conflict with comments in *Nekoosa Paper, Inc. v. ICC*, 739 F.2d 258, 262 (7th Cir. 1984) and *Wheeling-Pittsburgh Steel Corp. v. ICC*, 723 F.2d 346, 356-57 (3d Cir. 1983) regarding the ICC's failure to articulate rate reasonableness standards because neither of those decisions requires the ICC to articulate rate reasonableness standards before it can review state determinations. *See* Pet. at 11. Moreover, the decision below does not conflict with the conclusion in *Coal Exporters Association of the United States v. United States*, 745 F.2d 76, 95 (D.C. Cir. 1984), *cert. denied*, 53 U.S.L.W. 3772 (U.S. April 29, 1985), that the ICC must balance railroad and shipper interests because the decision below *does* balance such interests when it considers both revenue adequacy and railroad efficiency, a proxy for the captive shipper's interest. *Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 762, Pet. App. at 15a. Finally, the decision below does not conflict with the court's discussion of the burdens on shippers in *Coal Exporters Association of the United States v. United States*, 745 F.2d at 97, because the decision below does not consider the same burdens.

Pet. App. at 20a-22a. In contrast, the *Kentucky Utilities* decision focused on ICC-promulgated ratemaking guidelines rather than statutory standards. There the Sixth Circuit concluded that the Kentucky Commission had applied the proper ICC-promulgated standard (*i.e.*, the cost-based approach having the ICC's endorsement at the time that the state decision was rendered) and, therefore, concluded that the state commission decision was valid. In the decision below, the court specifically noted the distinction between its focus on statutory standards and the Sixth Circuit's focus on agency-promulgated standards. *See Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 769-770, Pet. App. at 31a.[11]

Moreover, contrary to petitioner's assertions, *see* Pet. at 15-16, the court below and the Sixth Circuit are in agreement as to whether the jurisdictional threshold level may be considered in determining rate reasonableness. The District of Columbia Circuit, like the Sixth Circuit, concluded that the proximity of a rate to the jurisdictional threshold level does not create a presumption of rate reasonableness or unreasonableness. *Public Service Company of Indiana, Inc. v. ICC*, 749 F.2d at 761, 766, Pet. App. at 13a, 24a. In fact, the court of appeals criticized the Indiana Commission for making just such a presumption. *See id.* at 766, Pet. App. at 24a.

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[11] To the extent that it discussed adherence to statutory standards, *Kentucky Utilities* is in accordance with the decision below. The Sixth Circuit stated that in the absence of ICC-promulgated standards, the ICC still can review a state rate determination to ensure that "the [state] standards were applied 'in accordance with the provisions of the [Interstate Commerce Act].' § 11501(c)." *Kentucky Utilities Co. v. ICC*, 721 F.2d at 544. Every other circuit court that has addressed the issue has also concluded that the states must comply with federal statutory standards in determining rate reasonableness. *See Utah Power & Light Co. v. ICC*, 747 F.2d 721, 734 n.18 (D.C. Cir. 1984); *Wheeling-Pittsburgh Steel Corp. v. ICC*, 723 F.2d 346, 354-55 (3d Cir. 1983).

CONCLUSION

The decision below raises no issue warranting review by this Court. The petition for a writ of certiorari should be denied.

Respectfully submitted,

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June 21, 1985

APPENDIX

APPENDIX

MEMBERS OF THE ASSOCIATION OF AMERICAN RAILROADS

FULL MEMBER ROADS (U.S. LINES)

Akron, Canton & Youngstown Railroad Company
Alton & Southern Railway Company
Atchison, Topeka & Santa Fe Railway Company
Baltimore & Ohio Railroad Company
    Curtis Bay Railroad Company
    Staten Island Railroad Corporation
Baltimore & Ohio Chicago Terminal Railroad Company
Bangor & Aroostook Railroad Company
    Van Buren Bridge Railroad
Belt Railway Company of Chicago
Bessemer & Lake Erie Railroad Company
Birmingham Southern Railroad Company
Burlington Northern Railroad Company
[Canadian Pacific Limited—lines operated in U.S.]:
    Canadian Pacific lines in Maine
    Canadian Pacific lines in Vermont
Chesapeake & Ohio Railway Company
    Covington & Cincinnati Elevator Railroad &
      Transfer & Bridge Company
Chicago & Illinois Midland Railway Company
Chicago & North Western Transportation Company
Chicago & Western Indiana Railroad Company
Chicago, Milwaukee, St. Paul & Pacific Railroad Company
Colorado & Southern Railway
Consolidated Rail Corporation
Denver & Rio Grande Western Railroad Company
Detroit & Mackinac Railway Company
Duluth, Missabe & Iron Range Railway Company
Elgin, Joliet & Eastern Railway Company
Fort Worth & Denver Railway
Galveston, Houston & Henderson Railroad Company

[Grand Trunk Corporation—and other lines in the
U.S. indirectly controlled by the
Canadian National Railways]:
Grand Trunk Western Railroad Company
Detroit, Toledo & Ironton Railroad Company
Central Vermont Railway, Inc.
Duluth, Winnipeg & Pacific Railway Company
[Canadian National Railways]:
Lines in Michigan
Lines in New England
Lines in New York
Lines in Vermont
Green Bay & Western Railroad Company
Houston Belt & Terminal Railway Company
Illinois Central Gulf Railroad Company
Chicago & Illinois Western Railroad Company
Waterloo Railroad
Kansas City Southern Railway Company
Arkansas & Western Railway Company
Fort Smith & Van Buren Railway Company
Kansas & Missouri Railway & Terminal Railroad
Kentucky & Indiana Terminal Railroad
Lake Superior & Ishpeming Railroad Company
Lake Terminal Railroad Company
Louisiana & Arkansas Railway Company
McCloud River Railroad Company
McKeesport Connecting Railroad Company
Maine Central Railroad Company
Portland Terminal Company
Manufacturers Railway Company
Metro North Commuter Railroad Company
Missouri-Kansas-Texas Railroad Company including
Beaver, Meade & Englewood Railroad Company
Missouri Pacific Railroad Company
Brownsville & Matamoros Bridge Terminal Company
Chicago Heights Terminal Transfer Company
Doniphan, Kensett & Searcy Railway Company
Weatherford, Mineral Wells & Northwestern
Railway Company

National Railroad Passenger Corporation (AMTRAK)
Newburgh & South Shore Railway Company
Norfolk & Western Railway Company
    Chesapeake Western Railway Company
    Lake Erie & Fort Wayne Railroad Company
    Lorain & West Virginia Railway Company
    New Jersey, Indiana & Illinois Railroad Company
    Norfolk, Franklin & Danville Railway Company
Peoria & Pekin Union Railroad Company
Pittsburg & Shawmut Railroad Company
Pittsburgh & Lake Erie Railroad Company
    Montour Railroad Company
    Youngstown & Southern Railway Company
Prescott & Northwestern Railroad Company
Richmond, Fredericksburg & Potomac Railroad Company
St. Louis Southwestern Railway Company
Seaboard System Railroad, Inc.
    Gainesville Midland Railroad Company
Soo Line Railroad Company
    Sault Ste. Bridge Company
Southern Pacific Transportation Company
    Holton Inter-Urban Railway Company
    Northwestern Pacific Railroad Company
    Petaluma & Santa Rosa Railroad Company
    Visalia Electric Railroad Company
Southern Railway System
    Alabama Great Southern Railroad Company
    Algers, Winslow & Western Railway Company
    Atlantic & East Carolina Railway Company
    Camp Lejeune Railway Company
    Carolina & Northwestern Railway Company
    Central of Georgia Railroad Company
    Cincinnati, New Orleans & Texas Pacific
      Railway Company
    Georgia Northern Railway Company
    Georgia Southern & Florida Railway Company
    Interstate Railroad Company
    Live Oak, Perry & South Georgia Railway Company
    Louisiana Southern Railway Company

State University Railroad Company
Tennessee, Alabama & Georgia Railway Company
Tennessee Railway Company
Texas Mexican Railway Company
Union Pacific Railroad Company
Spokane International Railroad Company
Mt. Hood Railway Company
Union Railroad Company (Pittsburgh)
Vermont Railway, Inc.
Western Maryland Railway Company
Western Pacific Railroad Company
Sacramento Northern Railway Company
Tidewater Southern Railway Company
Western Railway of Alabama
Atlanta & West Point Rail Road Company
Winston-Salem Southbound Railway
High Point, Thomasville & Denton Railroad

SPECIAL CANADIAN AND MEXICAN MEMBER ROADS

CANADIAN LINES (in Canada)

Algoma Central Railway
British Columbia Hydro & Power Authority
British Columbia Railway
Canadian National Railways
Canadian Pacific Limited
Ontario Northland Railway
~~Toronto, Hamilton~~ & Buffalo Railway
White Pass & Yukon Corp. Ltd.

MEXICAN LINES (in Mexico)

Chihuahua Pacific Railway Company
[Direction General de Ferrocarriles en Operacion]:
Ferrocarril Sonora-Baja California, S.A. de C.V.
Ferrocarriles Unidos del Sureste, S.A. de C.V.
Ferrocarril del Pacifico, S.A. de C.V.
National Railways of Mexico

ASSOCIATE MEMBERS

Alaska Railroad
Aliquippa & Southern Railroad Company
American Refrigerator Transit Company
Apalachicola Northern Railroad Company
Belfast & Moosehead Lake Railroad Company
Boston & Maine Corporation
    Springfield Terminal Railway
California Western Railroad
Centromen Puru Incorporated
Chestnut Ridge Railway
Chicago Short Line Railway Company
Chicago South Shore & South Bend Railroad
Chicago, West Pullman & Southern Railroad Company
Cities Service Company Railroad
Cliffs Western Australian Mining Co. Pty. Ltd.
  (AUSTRALIA)
Colorado & Wyoming Railway Company
Cuyahoga Valley Railway Company
Dardenelle & Russellville Railroad Company
Delaware & Hudson Railway Company
    Greenwich & Johnsville Railway Company
Delray Connecting Railroad Company
Devo Railway (Cape Breton Dev. Corp.—Coal Div.)
  (CANADA)
Duluth & Northwestern Railroad Company
East Erie Commercial Railroad
East Jersey Railroad & Terminal Company
East St. Louis Junction Railroad Company
Empresa Minera Del Centro Del Peru Railways (PERU)
Essex Terminal Railway (CANADA)
Fepasa-Ferrovia Paulista (BRAZIL)
Fruit Growers Express Company
Genesee & Wyoming Railroad Company
Grafton & Upton Railroad Company
Graysonia, Nashville & Ashdown Railroad Company
Great Western Railway Company

Hamersley Iron Pty. Ltd. (WESTERN AUSTRALIA)
Hartford & Slocomb Railroad Company
Hillsdale County Railway Company, Inc.
India, Gov't. of: Ministry of Railways (INDIA)
Japanese National Railways (JAPAN)
Korean National Railroad (KOREA)
LaSalle & Bureau County Railroad Company
Lenawee County Railroad Company, Inc.
Long Island Rail Road Company
Louisiana & North West Railroad Company
Manufacturers' Junction Railway Company
Maryland & Pennsylvania Railroad Company
Metro North Commuter Railroad Company
Michigan Northern Railway Company, Inc.
Middletown & Hummelstown Railroad Company
Minnesota, Dakota & Western Railway Company
Monongahela Connecting Railroad Company
New Orleans Public Belt Railroad
Northeast Illinois Railroad Corporation
Pacific Fruit Express Company
Pearl River Valley Railroad Company
Pickens Railroad-National Railway Utilization Corp.
Port Authority of New York & New Jersey (The)
Providence & Worcester Company
Public Transport Commission of New South Wales (AUSTRALIA)
Rede Ferroviaria Federal S.A. (BRAZIL)
River Terminal Railway Company
Roberval & Saguenay Railway Company (CANADA)
Roscoe, Snyder & Pacific Railway Company
San Diego & Arizona Eastern Transportation Company
Sierra Railroad Company
Somerset Railroad Corporation
South African Railways (REPUBLIC OF SOUTH AFRICA)
Southern Indiana Railway, Inc.
Spanish National Railways (RNFE) (SPAIN)

Taiwan Railway Administration
(REPUBLIC OF CHINA)
Texas & Northern Railway Company
Upper Merion & Plymouth Railroad Company
Victoria A Minas Railway (BRAZIL)
Wabush Lake Railway Ltd. (CANADA)
Warwick Railway Company
Washington Terminal Company
Yancey Railroad Company